

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

IN RE MBNA CORP. ERISA LITIGATION

)
) Master Docket No. 05-429 (GMS)
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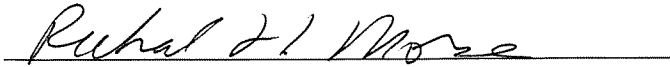
**DEFENDANTS' RESPONSE TO PLAINTIFFS' MOTION
FOR LEAVE TO FILE THE SECOND AMENDED COMPLAINT**

Defendants MBNA Corporation, Pension and 401(K) Plan Committee of MBNA Corporation ("Plan Committee"), Bruce L. Hammonds, Kenneth F. Boehl, Charles C. Krulak, Terri C. Murphy, John W. Scheflen, Kenneth A. Vecchione, Lance L. Weaver and Thomas D. Wren (collectively "Defendants") submit this response to Plaintiffs' Motion for Leave to File Their Second Amended Class Action Complaint for Violations of the Employee Retirement Income Security Act dated October 5, 2007. (D.I. 65.)

Plaintiffs' stated reason for the amended pleading is to add "four individuals who served on the Plan Committee during all or part of the Class Period." (D.I. 65 at 2.) The Class Period begins on January 7, 2005. (D.I. 27 at 10.) By January 13, 2005, just six days later, three of the proposed new defendants—John R. Cochran, M. Scot Kaufman and Vernon H.C. Wright—had stepped down as members of the Plan Committee.

Nonetheless, in view of the "liberal pleading standards" under the Federal Rules of Civil Procedure, *see Erickson v. Pardus*, 127 S. Ct. 2197, 2200 (2007), Defendants do not oppose Plaintiffs' motion to amend the complaint.

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A handwritten signature in cursive script, reading "Richard H. Morse", is written over a horizontal line.

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Dated: October 22, 2007

CERTIFICATE OF SERVICE

I, Richard H. Morse, hereby certify that on October 22, 2007, I caused to be electronically filed a true and correct copy of the foregoing document with the Clerk of the Court using CM/ECF, which will send notification that such filing is available for viewing and downloading to the following counsel of record:

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I further certify that on October 22, 2007, I caused a copy of the foregoing document to be served by e-mail and hand delivery on the above-listed counsel of record and on the following in the manner indicated:

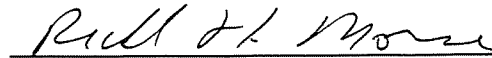
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